

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO *et al.*,

Debtors.¹

PROMESA Title III

No. 17 BK 3283-LTS

(Jointly Administered)

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

PUERTO RICO ELECTRIC POWER
AUTHORITY,

Debtor.

PROMESA Title III

No. 17 BK 4780-LTS

**Court Filing Relates Only to PREPA
and Shall only be Filed Case No. 17-
BK-4780 (LTS) and Main Case 17-
BK-3283 (LTS)**

¹ The Debtors in these Title III cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's Federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 04780-LTS) (Last Four Digits of Federal Tax ID: 3747).

LIMITED JOINDER OF U.S. BANK NATIONAL ASSOCIATION TO THE URGENT MOTION OF OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR ORDER, UNDER 11 U.S.C. § 1103 AND BANKRUPTCY RULE 2004, AUTHORIZING DISCOVERY WITH RESPECT TO PREPA ENGAGEMENT OF WHITEFISH ENERGY HOLDINGS, LLC AND URGENT REQUEST FOR HEARING.

TO THE HONORABLE COURT:

U.S. Bank National Association, solely in its capacity as successor trustee (the “**PREPA Bond Trustee**”) under the Trust Agreement dated as of January 1, 1974 , between it and the Puerto Rico Electric Power Authority (“**PREPA**”), respectfully submits this limited joinder (the “**Limited Joinder**”) to the *Urgent Motion of Official Committee of Unsecured Creditors for Order, Under 11 U.S.C. § 1103 and Bankruptcy Rule 2004, Authorizing Discovery With Respect to PREPA Engagement of Whitefish Energy Holdings, LLC and Urgent Request for Hearing* [Dkt. No. 364 at 17-BK-4780 and Dkt. 1567 at 17-BK-3283] (the “**Motion**”)² dated October 30, 2017.

On November 7, 2017, the Committee, PREPA and AAFAF filed the *Notice of Consent of Puerto Rico Electric Power Authority to Creditors’ Committee’s Bankruptcy Rule 2004 Motion* (Docket No. 404) (the “**Consent Notice**”), informing the Court that PREPA and AAFAF consent to the relief sought in the Motion. PREPA agreed that it will commence producing materials within one week of the filing of the Consent Notice, and the initial phase of production will include all of the information being produced for the House Committee on Natural Resources. Thereafter, the parties will meet and confer regarding further document productions and discovery pursuant to the Committee’s original document requests to PREPA, or any further requests, if needed.

² Capitalized terms not defined herein shall have the meaning ascribed to them in the Motion.

Through this Limited Joinder, the PREPA Bond Trustee seeks to join in the relief requested through the Motion, for the purpose of receiving any documents obtained by, and participating in any depositions taken by, the Committee, whether against PREPA or a third party. Further, the PREPA Bond Trustee requests that any order entered by the Court pursuant to the Consent Notice expressly provide that the PREPA Bond Trustee shall receive all documents obtained by, and participate in all depositions taken by, the Committee.

Nothing herein shall prejudice the PREPA Bond Trustee's right to independently seek Rule 2004 discovery from PREPA, AAFAF, or any other party.

RESPECTFULLY SUBMITTED, in San Juan, Puerto Rico, today November 10, 2017.

We hereby certify that on this same date we electronically filed the foregoing with the Clerk of the Court using the CM/ECF system of the US Bankruptcy Court for the District of Puerto Rico for Case No. 17 BK 4780, and also in Case No. 17 BK 3283, which will send notification of such filing to all counsel of record participating in the CM/ECF system.

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**ATTORNEYS FOR U.S. BANK NATIONAL
ASSOCIATION, IN ITS CAPACITY AS PREPA
BOND TRUSTEE**